

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

WOLFRAM ARNOLD, ERIK
FROESE, TRACY HAWKINS,
JOSEPH KILLIAN, LAURA CHAN
PYTLARZ, and ANDREW
SCHLAIKJER,

Plaintiffs,

v.

X CORP. f/k/a TWITTER, INC., X
HOLDINGS CORP. f/k/a X
HOLDINGS I, INC. and ELON MUSK,

Defendants.

C.A. No. 1: 23-cv-00528 CFC

Declaration of Akiva M. Cohen

**DECLARATION OF AKIVA M. COHEN IN OPPOSITION TO
DEFENDANTS' MOTIONS TO DISMISS (D.I. 15 AND D.I. 18)**

I, Akiva M. Cohen, declare as follows:

1. I am counsel to Plaintiffs Wolfram Arnold, Erik Froese, Tracy Hawkins, Joseph Killian, Laura Chan Pytlarz, and Andrew Schlaikjer (collectively, “Plaintiffs”), and make this declaration in opposition to Defendants’ motions to dismiss. I have personal knowledge of the facts set forth herein and could and would testify competently thereto if required to do so.

2. Annexed hereto as **Exhibit 1** is a true and correct copy of Twitter’s Merger Agreement, dated April 25, 2022.

3. Attached hereto as **Exhibit 2** is a true and correct copy of the Merger Agreement between IntercontinentalExchange Inc., Board of Trade of the City of New York, Inc., and CFC Acquisition Co., dated September 14, 2006, available at <https://www.sec.gov/Archives/edgar/data/1174746/000119312506237321/dex21.htm>.

4. Attached hereto as **Exhibit 3** is a true and correct copy of the Complaint in *Crispo v. Musk*, C.A. No. 2022-0666-KSJM (Del. C. Ch. July 29, 2022).

5. Attached hereto as **Exhibit 4** is a true and correct copy of the October version of the Acquisition FAQ sent to Twitter employees. It is identical to the document submitted as Exhibit B to Defendants' request for judicial notice, but in a more readable form.

I declare under penalty of perjury under the laws of the State of Delaware and the United States that the foregoing is true and correct.

Executed this 21st day of August 2023 in New Brunswick, NJ.

A handwritten signature in black ink, appearing to read 'Akiva M. Cohen', is written over a horizontal line.

Akiva M. Cohen